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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM D

NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D, SECTION 4(6), AND/OR UNIFORM LIMITED OFFERING EXEMPTION

OMB APPROVAL								
OMB Num	OMB Number: 3235-0							
Expires:	Expires: April 30,200							
Estimated	averag	e burden						
hours per r	hours per response 16.00							
SEC	USE OI	VLY						
Prefix		Serial						
DATE								
1								

Name of Offering (check if this is an amendment and name has changed, and indicate change.)	
Flexible Premium Variable Universal Group Life Insurance Policy-PPL1588 &1612	
Filing Under (Check b ox(cs) that apply): Rule 504 Rule 505 Rule 506 Section 4(6)	
Type of Filing: New Filing Amendment	
A. BASIC IDENTIFICATION DATA	
1. Enter the information requested about the issuer	
Name of Issuer (check if this is an amendment and name has changed, and indicate change.)	
Nationwide Private Placement Variable Account	
Address of Executive Offices (Number and Street, City, State, Zip Code) Telephone Number (Including Area Code)	
One Nationwide Plaza, Columbus, OH 43215 (614) 249-7111	
Address of Principal Business Operations (Number and Street, City, State, Zip Telephone Number (Including Area Code) Code) (if different from Executive Offices)	
Brief Description of Business	
Variable Insurance Products	
Type of Business Organization	
corporation limited partnership, already formed other (please specify)	SEC
business trust Ilmited partnership, to be formed Insurance Company Separate Account	
Year Actual or Estimated Date of Incorporation or Organization Month Year FEB 1 6 2	.007
[05] [98] Actual Estimated [Invictigation of Incorporation or Organization (Fature to Internal Section 1) 5 Page 15 P	N
Jurisdiction of Incorporation or Organization: (Enter two-letter U.S. Postal Service abbreviation for State: CN for Canada; FN for other foreign jurisdiction) [O] [H]	

GENERAL INSTRUCTIONS:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where To File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

ATTENTION -

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, tailure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predictated on the filing of a federal notice.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

A. BASIC IDENTIFICATION DATA

- Enter the information requested for the following:
 - Each promoter of the issuer, if the issuer has been organized within the past five years;
 - Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer.
 - Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and
 - Each general and managing partner of partnership issuers.

Check Box(es) that Apply: Prom	oter Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, if individu Alutto, Joseph A.	al)			
Business or Residence Address (Numb One Nationwide Plaza, Columbus, OH		Code)		
Check Box(es) that Apply: Pron	noter Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, if individu Brocksmith, Jr. James G.	al)			
Business or Residence Address (Numb One Nationwide Plaza, Columbus, OH		(Code)		
Check Box(es) that Apply: Pron	noter Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, if individue Eckel, Keith W.	al)			
Business or Residence Address (Numbone Nationwide Plaza, Columbus, OF		Code)		
Check Box(es) that Apply: Pron	noter Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, if individu Mille de Lombera, Martha J.	al)			
Business or Residence Address (Numl One Nationwide Plaza, Columbus, OF		Code)		
Check Box(es) that Apply: Pron	noter Beneficial Owner	Executive Officer	Director	General and/or

	Managing Partner
Full Name (Last name first, if individual) Jurgensen, W.G.	
Business or Residence Address (Number and Street, City, State, Zip Code) One Nationwide Plaza, Columbus, OH 43215	
Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director	or General and/or Managing Partner
Full Name (Last name first, if individual) Marshall, Lydia M.	
Business or Residence Address (Number and Street, City, State, Zip Code) One Nationwide Plaza, Columbus, OH 43215	
Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director	or General and/or Managing Partner
Full Name (Last name first, if individual) McWhorter, Donald L.	
Business or Residence Address (Number and Street, City, State, Zip Code) One Nationwide Plaza, Columbus, OH 43215	
(Use blank sheet, or copy and use additional copies of this sheet, as necessary	r)
B. INFORMATION ABOUT OFFERING	
 Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this of Answer also in Appendix, Column 2, if filing under U. What is the minimum investment that will be accepted from any individual? Does the offering permit joint ownership of a single unit? Enter the information requested for each person who has been or will be paid or given, di indirectly, any commission or similar remuneration for solicitation of purchasers in conne sales of securities in the offering. If a person to be listed is an associated person or agent or dealer registered with the SEC and/or with a state or states, list the name of the broker more than five (5) persons to be listed are associated persons of such a broker or dealer, y forth the information for that broker or dealer only. 	JLOE. S100,000 S100,000 Yes No Sectly or Section with Sof a broker Sor dealer. If
Full Name (Last name first, if individual) Giles, Gregory	
Business or Residence Address (Number and Street, City, State, Zip Code) 2801 Lakeside Drive, Suite 215, Bannockburn, IL 60015	
Name of Associated Broker or Dealer The Giles Organization	
States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States).	All States
AL AK AZ AR CA CO CT DE DC FL	GA HI ID
IL- IN IA KS KY LA ME MD MA MI	MN MS MO
MT NE NV NH NJ NM NY NC ND OH	OK OR PA
RI SC SD TN TX UT VT VA WA WV	WI WY PR
Full Name (Last name first, if individual)	 -

Business or Residence Address (Number and Street, City, State, Zip Code)											
Name of Associated	Broker or I	Dealer									
	States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)										
AL AK	AZ	AR	СА	СО	СТ	DE	DC	FL	GA	н	ID
IL IN	IA	KS	KY	LA	ME	MD	MA	MI	MN	MS	МО
MT NE	NV	NH	NJ	NM	NY	NC	ND	ОН	ОК	OR	PA
RI SC	SD	TN	TX	UT	VT	VA	WA	WV	WI	WY	PR
S II N		1							·		
Full Name (Last nar	ne urst, ii in	idividuai)									
Business or Residen	ce Address	(Number a	nd Street, C	City, State,	Zip Code)	•		-			
Name of Associated	Broker or I	Dealer			-						
States in Which Pers (Check "A	son Listed H									. All Sta	ites
AL AK	AZ	AR	СА	СО	СТ	DE	DC	FL	GA	Н	iD
IL IN	IA	KS	KY	LA	ME	MD	MA	МІ	MN	MS	МО
MT NE	NV	NH	NJ	NM	NY	NC	ND	ОН	ОК	OR	PA
RI SC	SD	TN	TX	UT	VT	VA	WA	wv	WI	WY	PR

(use blank sheet, or copy and use additional copies of this sheet, as necessary.)

	C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF I	ROCEEDS	
1.	Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter .0. if the answer is .none. or .zero If the transaction is an exchange offering, check this box \(\subseteq \) and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.		
	Type of Security	Aggregate Offering Price	Amount Already Sold
	Debt	s	S
	Equity	\$	\$
	Common Preferred		
	Convertible Securities (including warrants)	\$	\$
	Partnership Interests	S	S
	Other (Specify: Variable Life Insurance	\$20,058,112	\$8,240,200
	Policy) Total	£ 20.058.112	\$8,240,200
	Answer also in Appendix, Column 3, if filing under ULOE.	\$ 20,058,112	36,240,200
2.	Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."		
		Number Investors	Aggregate Dollar Amount Of Purchases
	Accredited Investors	1	\$8,240,200
	Non-accredited Investors.	•	\$
	Total (for filings under Rule 504 only)	1	\$8,240,200
	Answer also in Appendix, Column 4, if filing under ULOE.	• -	,,- ·
3.	If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C. Question 1. Type of Offering	Type of Security	Dollar Amount Sold
	Rule 505	•	S
	Regulation A		\$
	Rule 504		\$
	Total		S
4,	a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the insurer. The information may be given as subject to future contingencies. If the amount of an expenditure is not know, furnish an estimate and check the box to the left of the estimate.		
	Transfer Agent's Fees		\$
	Printing and Engraving Costs	Ħ	S
	Legal Fees	H	s
	Accounting Fees	片	\$
	Engineering Fees.	H	\$
	Sales Commissions (specify finder's fees separately)	⊢	\$304,887
	Other Expenses (identify)	片	\$
	Total	片	S
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	b. Enter the difference between the aggregate offering price given in response to Part C – Question 4.a. This difference is the "adjusted gross proceeds to the issuer."		\$19,735,225

5.	Indicate below the amount of the adjusted gross proceed to the issuer used or proposed to be used for each of the purposes show. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set fort in response to Part C – Question 4.b. above.		-
	•	Payments to Officers, Directors, & Affiliates	Payments to Others
	Salaries and fees		ss
	and equipment	□s	□\$
	Construction or leasing of plant buildings and facilities	□s	
	Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger)	\$	<u>s</u>
	Repayment of indebtedness.	 s	s
	Working capital	<u></u> \$	 \$
	Other (specify):	s	s
_		s	□s
	Column Totals	s	s
	Total Payments Listed (column totals added)	s	
	D. FEDERAL SIGNATURE		
U.S. Securities	duly caused this notice to be signed by the undersigned duly authorized Rule 505, the following signature constitutes an undertaking by the is and Exchange Commission, upon written request of its staff, the introduced investor pursuant to paragraph (b)(2) of Rule 502.	ssuer to furnish	to the
Issuer (Print or Nationwide Pr Variable Acco	ivate Placement	Date /0 ;	7
Name of Signe April VanDerv	r (Print or Type) Title of Signer (Print or Type) Associate Vice President		

ATTENTION ----

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

E. STATE SIGNATURE Is any party described in 17 CFR 230.262 presently subject to any of the 1. No disqualification Yes No provisions of such rule?.... \boxtimes See Appendix, Column 5, for state response. 2. The undersigned issuer hereby undertakes to furnish to any state administrator of any state in which this notice is filed a notice on Form D (17 CFR 239.500) at such times as required by state law. 3. The undersigned issuer hereby undertakes to furnish to the state administrators, upon written request, information furnished by the issuer to offerees. 4. The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform limited Offering Exemption (ULOE) of the state in which this notice is filed and understands that the issuer claiming the availability of this exemption has the burden of establishing that these conditions have been satisfied.

The issuer has read this notification and knows the contents to be true and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

Issuer (Print or Type)
Nationwide Private Placement

Variable Account

Name of Signer (Print or Type) April VanDervort Signature

Date

anders 2/1/0

Title of Signer (Print or Type) Associate Vice President

Instruction:

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

		· · ·	 	A	PPENDIX					
Intended to sell to non-accredited investors in State (Part B-Item 1) Type of security and aggregate offering price offered in state (Part C-Item 1)					4					
				Type of investor and amount purchased in State (Part C-Item2)					ification State (if yes, ach ation of granted)	
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No	
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				A	PPENDIX						
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Intended to sell to non-accredited investors in State (Part B-Item 1) Type of security and aggregate offering price offered in state (Part C-Item 1)				Type of investor and amount purchased in State (Part C-Item2)					Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)		
	1			 	<u> </u>	· · · · · · · · · · · · · · · · · · ·		Yes	No No		
				Number of		Number of		1 53	110		
State	Yes	No		Accredited		Non-Accredited		1			
	L			Investors	Amount	Investors	Amount				
PA											
RI											
SC								in			
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Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partners	
Full Name (Last name first, if individual) Miller, David O.	
Business or Residence Address (Number and Street, City, State, Zip Code) One Nationwide Plaza, Columbus, OH 43215	
Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner	
Full Name (Last name first, if individual) Patterson, James F.	
Business or Residence Address (Number and Street, City, State, Zip Code) One Nationwide Plaza, Columbus, OH 43215	
Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner	
Full Name (Last name first, if individual) Prothro, Gerald D.	
Business or Residence Address (Number and Street, City, State, Zip Code) One Nationwide Plaza, Columbus, OH 43215	
Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner	:r
Full Name (Last name first, if individual) Shisler, Arden L.	
Business or Residence Address (Number and Street, City, State, Zip Code) One Nationwide Plaza, Columbus, OH 43215	
Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner	r
Full Name (Last name first, if individual) Shulmate, Alex	
Business or Residence Address (Number and Street, City, State, Zip Code) One Nationwide Plaza, Columbus, OH 43215	

